

Applicant/Licensee Information


1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity):		3) Applicant TIN:	
Zuma/Odessa, Inc.			

Related FCC Regulated Businesses of Applicant/Licensee

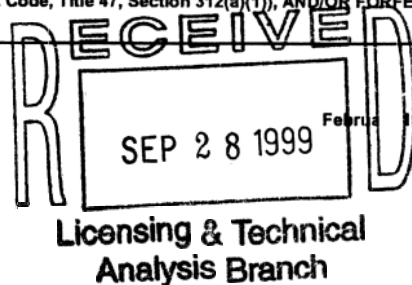
4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:

Signature

) Typed or Printed Name of Party Authorized to Sign

First Name:	MI:	Last Name:	Suffix:
Scott	M.	Donohue	
Title:			
President			
Signature:			Date:
			9.15.99
Failure To Sign This Application May Result In Dismissal Of The Application And Forfeiture Of Any Fees Paid			

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).



Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all **disclosable** interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holders Name (if entity): Zuma PCS, LLC		3) Disclosable Interest Holder's TIN:	
4) Disclosable interest Holder's Address: One Lombard street, second Floor San Francisco, CA 94111			
5) Type of Interest in Applicant () (refer to Instructions for list) D	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): M	7) Percent of Interest Held in Applicant: 100%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C		9) Disclosable Interest Holders Country of Citizenship: U.S.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Holder of 100% of applicant's capital and voting stock.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Principal Business:	IIc) TIN:	IId) Percent of interest Held:
Zuma/Albany, Inc.	PCS		100%
Zuma/Columbus, Inc.	PCS		100%
Zuma/Lubbock, Inc.	PCS		100%
Zuma/Macon, Inc.	PCS		100%
Zuma/Odessa, Inc.	PCS		100%

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Approved by OMB
3060 -0799
See instructions for
public burden estimate

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holder-s)

1) Disclosable interest Holders First Name (ii individual):	MI:	Last Name:	suffi:
2) Disclosable Interest Holder's Name (ii entity): Alta Communications VII, L.P.		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: One Post Office Square, Suite 3800, Boston, MA 02109			
5) Type of Interest in Applicant () (refer to Instructions for list) I	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): L	7) Percent of Interest Held in Applicant: 59.68%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0		9) Disclosable Interest Holder's Country of Citizenship: U.S.	
10) Relationship Description (ii the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Owner of common and preferred interests in Zuma PCS, LLC, the sole member of Applicant's capital stock.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
MAG Mile Media, LLC	AM/FM Broadcast		39.41
Marathon Media, L.P.	AM/FM Broadcast		11.76
STPCS D Block LLP	CMRS		51.77
STPCS F Block LLP	CMRS		24.58
West Enfield Communications, Inc	Telephone Services		27.88
Belvidere Broadcasting	AM/FM Broadcast		78.0
Benchmark Communications, Inc.	Cable Television		29.0

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Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe a disclosable interest holder)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffi:
2) Disclosable Interest Holder's Name (if entity): Alta Communications VII, L.P.		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address:			
5) Type of Interest in Applicant () (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant:	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):		9) Disclosable Interest Holders Country of Citizenship:	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Commonwealth II, LLC	Broadcasting		60.0%
Deer Valley Broadcasting, LLC	Broadcasting		82.0%
Renda Broadcasting Corporation	Broadcasting		20.0%

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Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)			
1) Disclosable Interest Holder's First Name (if individual): Scott	MI: M	Last Name: Donohue	suffi:
2) Disclosable Interest Holders Name (if entity):		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: One Lombard Street, Second Floor, San Francisco, CA 94111			
5) Type of Interest in Applicant () (refer to Instructions for list) I	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): I	7) Percent of Interest Held in Applicant: 15.50%	
8) Disclosable Interest Holders Type of Ownership (refer to instructions for list): 0		9) Disclosable Interest Holder's Country of Citizenship: U.S.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Owner of common and preferred interests in Zuma PCS, LLC, the sole owner of applicant's capital stock.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)			
IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Principal Business:	11c) TIN:	11d) Percent of Interest Held:

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual): Timothy	MI: L	Last Name: Dibble	Suffix:
2) Disclosable Interest Holder's Name (if entity):		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holders Address: One Post Office Square, Suite 3800, Boston, MA 02110			
5) Type of Interest in Applicant () (refer to Instructions for list) R	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): I	7) Percent of Interest Held in Applicant: 0%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Not applicable		9) Disclosable Interest Holder's Country of Citizenship: U.S.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Director of Applicant and of Applicant's parent company, Zuma PCS, LLC			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Principal Business:	IIc) TIN:	IId) Percent of Interest Held:

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual): Duncan	MI: T	Last Name: Butler	Suffix:
2) Disclosable Interest Holder's Name (if entity):		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holders Address: 600 Congress Avenue, Suite 200, Austin, TX 78701			
5) Type of Interest in Applicant () (refer to Instructions for list) R	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): I	7) Percent of Interest Held in Applicant: 0%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): Not applicable		9) Disclosable Interest Holders Country of Citizenship: U.S.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Director of Applicant and of Applicant's parent company, Zuma PCS, LLC			

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